

**IN THE UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

<i>In re</i>	:	Chapter 11
	:	Case No. 01-01139 (JKF)
W. R. GRACE & CO., <i>et al.</i> ,	:	(Jointly Administered)
	:	
Debtors.	:	Objection Deadline: March 7, 2005
	:	Hearing Date: TBD, if necessary

**SUMMARY COVERSHEET TO FORTY-FORTH INTERIM FEE APPLICATION  
OF PITNEY HARDIN LLP  
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES  
FOR DECEMBER 1, 2004 THROUGH DECEMBER 31, 2004**

Name of Applicant:	<b>Pitney Hardin LLP</b>
Authorized to Provide Professional Services to:	<b>W. R. GRACE &amp; CO., <i>et al.</i></b>
Date of Retention:	<b>May 30, 2001 (<i>nunc pro tunc</i> to April 2, 2001)</b>
Period for which compensation and reimbursement is sought:	<b>December 1, 2004 – December 30, 2004</b>
Amount of Compensation sought as actual, reasonable and necessary:	<b>\$112,852.00</b>
Amount of Expense Reimbursement Sought as actual, reasonable and necessary	<b>\$4,502.70</b>
This is a: <u><b>X</b></u> monthly ___ quarterly interim ___ final application	

The total time expended for fee application preparation is approximately 10 hours and the corresponding compensation requested is approximately \$2,000.00.<sup>1</sup>

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<sup>1</sup> Applicant will apply to recover compensation relating to this Fee Application in a subsequent application.

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
August 14, 2001 #793 CNO filed September 20, 2001 #943	4/2/01 – 4/30/01	\$13,859.50	\$7,239.68	Approved @ 80% (\$11,087. 60)	Approved @ 100%
August 14, 2001 #794 CNO filed September 20, 2001 #944	5/1/01 – 5/31/01	\$37,837.50	\$10,539.48	Approved @ 80% (\$30,270. 00)	Approved @ 100%
August 14, 2001 #795 CNO filed September 20, 2001 #946	6/1/01 – 6/30/01	\$29,079.00	\$10,548.57	Approved @ 80% (\$23,263. 20)	Approved @ 100%
August 14, 2001 #796; Approved 11/25/02 #3091	4/2/01 – 6/30/01	\$80,776.00	\$28,327.73	Approved @ 100%	Approved @ 100%
September 27, 2001 #967  Amended Exhibit B October 30, 2001 #1050  CNO filed October 31, 2001 #1062	7/1/01 – 7/31/01	\$33,349.00  Volun- tarily Reduced to \$32,429.00	\$11,075.18	Approved @ 80% (\$25,943. 20)	Approved @ 100%
October, 31, 2001 #1046 CNO filed November 28,2001 #1259	8/1/01 – 8/31/01	\$60,105.00	\$8,715.77	Approved @ 80% (\$48,084. 00)	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
November, 30, 2001 #1292 CNO filed 12/21/01 #1419	9/1/01 – 9/30/01	\$94,112.50	\$10,714.88	Approved @ 80% (\$75,290. 00)	Approved @ 100%
December 4, 2001 #1305 CNO filed 12/27/01 #1423	4/2/01 – 12/3/01	\$240,000.00	\$0.00	Contingency Matter Approved @80% (\$192,000. 00)	N/A
December, 11, 2001 #1331 CNO filed 1/9/02 #1477	10/1/01 – 10/31/01	\$68,805.50	\$23,481.14	Approved @ 80% (\$55,044. 40)	Approved @ 100%
January 9, 2002 #1481; Approved 11/25/02 #3091	7/1/01 – 9/30/01	\$186,646.50	\$30,505.83	Approved @ 100%	Approved @ 100%
February 26, 2001 #1723 CNO filed 4/17/02 #1936	11/1/01 – 11/30/01	\$62,334.50	\$7,507.05	Approved @ 80% (\$49,867. 60)	Approved @ 100%
February 26, 2001 #1722 CNO filed 4/17/02 #1937	12/1/01 – 12/31/01	\$85,347.50	\$10,019.15	Approved @ 80% (\$68,278. 00)	Approved @ 100%
March 27, 2002 #1868 CNO filed 4/18/02 #1942	1/1/02 – 1/31/02	\$38,823.00	\$11,182.95	Approved @ 80% (\$31,058. 40)	Approved @ 100%
March 28, 2002 #1871; Approved 11/25/02 #3091	10/1/01 – 12/31/01	\$456,487.00	\$28,241.08	Approved @ 100%	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
April 17, 2002 #1938 CNO filed 5/9/02 #2031	2/1/02 – 2/28/02	\$67,270.10	\$8,972.08	Approved @ 80% (\$53,816. 08)	Approved @ 100%
May 6, 2002 #2061 CNO filed 6/7/02 #2187	3/1/02 – 3/31/02	\$30,424.00	\$6,076.45	Approved @ 80% (\$24,339. 20)	Approved @ 100%
June 19, 2002 #2259-60	1/1/02 – 3/31/02	\$136,517.10	\$26,231.48	Approved @ \$130,255.00	Approved @ 100%
June 12, 2002 # 2208 CNO filed 7/9/02 #2349	4/1/02 – 4/30/02	\$33,180.00	\$1,119.59	Approved @ 80% (\$26,544. 00)	Approved @ 100%
July 9, 2002 #2349 CNO filed 7/30/02 #2468	5/1/02 – 5/31/02	\$10,995.50	\$9,230.90	Approved @ 80% (\$8,796.40)	Approved @ 100%
August 23, 2002 #2596 CNO filed 9/17/02 #2696	6/1/02 – 6/30/02	\$28,403.00	\$3,922.05	Approved @ 80% (\$22,722. 40)	Approved @ 100%
September 20, 2002 #2719 and 2721; Approved 11/25/02 #3092	4/1/02 – 6/30/02	\$72,578.50	\$14,272.56	Approved @ 100%	Approved @ 100%
October 22, 2002 #2858 CNO filed 11/13/02 #2971	7/1/02 – 7/31/02	\$102,925.00	\$17,692.88	Approved @ 80% (\$82,340. 00)	Approved @ 100%
November 14, 2002 #2977 CNO Filed 12/11/02 # 3139	8/1/02 – 8/31/02	\$51,745.50	\$7,075.39	Approved @ 80% (\$41,396. 40)	Approved @ 100%
November 20, 2002 #3039 CNO filed 12/11/02 # 3135	9/1/02 – 9/30/02	\$29,291.10	\$4,744.95	Approved @ 80% (\$23,432. 88)	Approved @ 100%
November 27, 2002 #3084 & #3087 Order	7/1/02 – 9/30/02	\$183,969.60	\$29,513.22	Approved for \$182,143.10	Approved

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
filed 3/14/03; #3511					
December 16, 2002 #3165 CNO filed 1/14/03 #3250	10/1/02 – 10/31/02	\$26,061.00	\$5,340.26	Approved @ 80% (\$20,848. 80)	Approved @ 100%
December 27, 2002 #3198 Order signed 3/3/03 # 3446	4/4/01 – 12/3/01	\$240,000.00	N/A	Approved	N/A
January 13, 2003 #3238 CNO filed 2/6/03 #3227	11/1/02 – 11/30/02	\$28,150.50	\$4,980.91	Approved @ 80% (\$22,520. 40)	Approved @ 100%
February 6, 2003 #3345 CNO filed 3/27/03 #3557	12/1/02 – 12/31/02	\$21,414.00	\$3,594.17	Approved @ 80% (\$17,131. 20 )	Approved @ 100%
February 14, 2003 Order signed on 7/28/03	10/1/03 – 12/31/03	\$75,625.50	\$13,915.34	Approved for \$72,625.50	Approved @ 100%
March 21, 2003 # 3536 CNO filed 4/15/03 #3666	1/1/03 – 1/31/03	\$77,836.00	\$6,477.81	Approved @ 80% (\$62,268.80)	Approved @ 100%
April 22, 2003 #3701 CNO filed 5/15/03 #3794	2/1/03 – 2/28/03	\$28,050.00	\$3,923.92	Approved @ 80% (\$22,440.00)	Approved @ 100%
May 28, 2003 #3836 CNO filed 7/3/03 #3999	3/1/03 – 3/31/03	\$14,142.00	\$471.79	Approved @ 80% (\$11,313.60)	Approved @ 100%
June 3, 2003 #3864 Order signed 9/22/03 #4480	1/1/03 – 3/31/03	\$120,028.00	\$10,873.52	Approved for \$118,379.00	Approved @ 100%
June 18, 2003 #3912 CNO filed 7/11/03 #4054	4/1/03 – 4/30/03	\$21,507.50	\$370.10	Approved @ 80% (\$17,206.00)	Approved @ 100%
August 7, 2003 #4181 CNO filed 9/24/03 #4475	5/1/03 – 5/31/03	\$22,184.50	\$864.72	Approved @ 80% (\$17,747.60)	Approved @ 100%
September 9,	6/1/03 –	\$28,764.50	\$9,472.70	Approved @	Approved @

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
2003 #4407 CNO filed 10/2/03 #4524	6/30/03			80% (\$23,011.60)	100%
September 26, 2003 #4495 & 4496	4/1/03 – 6/30/03	\$72,456.50	\$10,707.52	Approved for \$72,456.50	Approved @ 100%
October 17, 2003 #4583 CNO filed 11/12/03 #4685	7/1/03 – 7/31/03	\$11,104.50	\$2,829.93	Approved @ 80% (\$8,883.60)	Approved @ 100%
November 6, 2003 #4666 CNO filed 12/9/03 #4798	8/1/03 – 8/31/03	\$3,427.50	\$2,242.92	Approved @ 80% (\$2,742.00)	Approved @ 100%
November 25, 2003 #4751 CNO filed 12/16/03 #4813	9/1/03 – 9/30/03	\$9,912.00	\$2,311.40	Approved @ 80% (\$7,929.60)	Approved @ 100 %
December 16, 2003 #4822 & 4823 Order filed 4/26/04	7/1/03- 9/30/03	\$24,444.00	\$7,370.04	Approved for \$24,440.00	Approved @ 100%
November 25, 2003 # 4752 CNO filed 12/16/03 #4814	10/1/03- 10/31/03	\$6,779.00	\$3,507.88	Approved @ 80% (\$5,423.20)	Approved @ 100%
December 31, 2003 #4893 CNO filed 2/3/04 #5052	11/1/03 – 11/30/03	\$16,464.50	\$2,478.06	Approved @ 80% (\$13,171.60)	Approved @ 100%
February 20, 2004 #5144 CNO filed 4/1/04 #5459	12/1/03 – 12/31/03	\$18,088.50	\$2,839.22	Approved @ 80% (\$14,470.80)	Approved @ 100%
February 25, 2004 #5165 Order filed 6/16/04 #5822	10/1/04 – 12/31/04	\$41,332.00	\$8,825.16	Approved for \$41,332.00	Approved @ 100%
March 29, 2004 #5362 CNO filed 4/22/04	1/1/04 – 1/31/04	\$39,097.50	\$2,315.38	Approved @ 80% (\$31,278.00)	Approved @ 100%
April 20, 2004 #5464 CNO filed 6/22/04 #5872	2/1/04 – 2/29/04	\$61,379.50	\$2,435.48	Approved @ 80% (\$49,103.60)	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
June 1, 2004 #5678 CNO filed 6/22/04 #5873	3/1/04 – 3/31/04	\$266,775.00	\$9,819.15	Approved @ 80% (\$213,420.00)	Approved @ 100%
June 9, 2004 #5766 & 5767 Order filed 9/27/04 #6465	1/1/04 – 3/31/04	\$367,258.00	\$14,570.01	Approved @ 100% (\$367,258.00)	Approved @ 100%
July 1, 2004 #5915 CNO filed 7/28/04	4/1/04 – 4/30/04	\$242,320.50	\$33,506.28	Approved @ 80% (\$293,806.40)	Approved @ 100%
July 29, 2004 #6066 CNO filed 8/19/04 #6219	5/1/04 – 5/31/04	\$205,386.50	\$3,393.87	Approved @ 80% (\$164,309.20)	Approved @ 100%
August 12, 2004 #6162 CNO filed 9/7/04 #6325	6/1/04 – 6/30/04	\$181,394.50	\$41,141.14	Approved @ 80% (\$145,115.60)	Approved @ 100%
September 1, 2004 ## 6302; 6303 Order filed 1/26/05 #7622	4/1/04 – 6/30/04	\$629,101.50	\$78,003.35	Approved for \$629,101.50	Approved @ 100%
September 17, 2004 #6416 CNO filed 10/13/04 #6609	7/1/04- 7/31/04	\$22,957.00	\$8,896.12	Approved @ 80% (\$18,365.60)	Approved @ 100%
October 14, 2004 #6631 CNO filed 11/9/04 #6854	8/1/04- 8/31/04	\$28,122.50	\$2,338.02	Approved @ 80% (22,490.00)	Approved @ 100%
November 16, 2004 #6943 CNO filed 12/13/04 #7152	9/1/2004- 9/30/2004	\$25,615.50	\$3,246.99	Approved @ 80% (20,492.40)	Approved @ 100%
November 17, 2004 #6966 (Objections due 12/7/04)	7/1/04- 9/30/04	\$76,695.00	\$14,481.13	Pending	Pending
December 16, 2004 #7198 CNO filed 1/25/05 #7621	10/1/04 – 10/31/04	\$27,632.50	\$4,766.94	Approved @ 80%	Approved @ 100%
January 10, 2005 #7521 (Objections due 1/31/05)	11/1/04 – 11/30/04	\$31,261.00	\$11,977.87	Pending	Pending

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
Pending	12/1/04- 12/31/04	\$112,852.00	\$4,502.70	Pending	Pending



**SUMMARY OF COMPENSATION FOR THE FEE PERIOD  
DECEMBER 1, 2004 THROUGH DECEMBER 31, 2004**

Name of Professional Person	Year Admitted	Hourly Billing Rate	Total Billed Hours	Total Compensation (\$)
<b>PARTNERS</b>				
Anthony J. Marchetta	1974	475.00	4.8	\$2,280.00
William S. Hatfield	1993	300.00	98.2	\$29,460.00
Michael E. Waller	1990	345.00	50.6	\$17,457.00
Scott A. Zuber	1987	350.00	2.6	\$910.00
Robert G. Rose	1974	395.00	78.4	\$30,968.00
Barry M. Benjamin	1993	360.00	6.1	\$2,196.00
Elizabeth J. Sher	1984	400.00	13.6	\$5,440.00
Roger R. Gottilla	1973	335.00	6.4	\$2,144.00
<b>COUNSEL</b>				
Brian E. Moffitt	1992	290.00	1.6	\$464.00
<b>ASSOCIATES</b>				
Kristen M. Jasket	2000	200.00	7.6	\$1,520.00
Frances Stella	1991	240.00	69.4	\$16,656.00
<b>PARAPROFESSIONALS</b>				
Susan Parker	N/A	115.00	6.6	\$759.00
Jeanne Cristiano	N/A	100.00	4.2	\$420.00
Brian Lawrence	N/A	110.00	19.8	\$2,178.00
<b>Grand Total Time Reports (Hours and Dollars) for the Fee Period December 1, 2004 through December 31, 2004</b>			<b>369.9 Total Hours</b>	<b>\$112,852.00</b>

**SUMMARY OF EXPENSES FOR THE FEE PERIOD  
DECEMBER 1, 2004 THROUGH DECEMBER 31, 2004**

<b>TYPE OF EXPENSE</b>	
Duplicating	\$364.96
Computer Assisted Research	\$866.61
Postage	\$3.14
Telephone	\$7.65
Pd Aetna Central Judicial Services; SSW; Ck# 268562	\$50.00
Pd Aetna Central Judicial Services; SSW; Ck# 268562	\$5.00
Pd Fedex to Westhampton NY; JOB; Ck# 268516	\$13.49
PD UPS TO CHERRY HILL NJ; RGR; INV# 81207524	\$7.74
PD UPS TO TRENTON NJ; RGR; INV# 81207524	\$7.74
Paid Romanelli's #54567 S#6231	\$18.86
PD UPS TO BOCA RATON FL; WSH; CK# 269915	\$37.21
PD UPS TO COLUMBIA MD; WSH; CK# 269915	\$14.38
PD UPS TO WILMINGTON DE; KMJ; CK# 269414	\$7.74
PD INTEGRITY EXP TO NEW YORK NY; MEW; CK# 268795	\$112.35
PD INTEGRITY EXP TO NEW YORK NY; MEW; INV# 13607	\$106.35
PD UPS TO NEW YORK, NY; BEM; CK# 269406	\$7.74
PD UPS TO NEW YORK NY; MEW; CK# 269414	\$7.74
Document Access Facility December 2004	\$2,864.00
<b>Grand Total Expenses for the Fee Period December 1, 2004 through December 31, 2004</b>	<b>\$4,502.70</b>

COMPENSATION BY PROJECT CATEGORY		CATEGORY FOR THE FEE PERIOD	
PROJECT CATEGORIES		December 1, 2004 - December 31, 2004	Total of April 2, 2001 - December 31, 2004
01 - Asset Analysis and Recovery			\$ 3,888.50
02 - Asset Disposition			\$ 13,881.00
03 - Business Operations			\$ 88,741.00
04 - Case Administration		\$ 35,412.00	\$ 485,452.10
05 - Claims Analysis, Objection, & Resolution (Asbestos)			\$ 6,449.00
06 - Claims Analysis, Objection, & Resolution (Non-asbestos)			
07 - Committee, Creditors', Noteholders' or Equity Holders'			\$ 1,830.00
08 - Employee Benefits/ Pension			
09 - Employment Applications, Applicant			\$ 882.00
10 - Employment Applications, Others			
11 - Fee Applications, Applicant		\$ 1,625.00	\$ 78,549.50
12 - Fee Applications, Others			\$ 1,179.00
13 - Financing			\$ 201.00
14 - Hearings			\$ 72,325.50
15 - Litigation and Litigation Consulting.		\$ 75,815.00	\$ 1,878,187.60
16 - Plan and Disclosure Statement			\$ 41,393.00
17 - Relief from Stay Proceedings			\$ 185.50
18 - Tax Issues			\$ 4,247.00
19 - Tax Litigation			
20 - Travel - Non Working			
21 - Valuation			
22 - ZAI Science Trial			
23 - ZAI Science Trial - Expenses			
24 - Other			\$ 11,459.00
25 - Accounting/Auditing			
26 - Business Analysis			
27 - Corporate Finance			
28 - Data Analysis			
<b>TOTAL - FEES</b>		\$ 112,852.00	\$ 2,688,850.70
<b>TOTAL - EXPENSES</b>		\$ 4,502.70	\$ 337,137.51
<b>TOTAL FEES AND EXPENSES</b>		\$ 117,354.70	\$ 3,025,988.21

**IN THE UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

<i>In re</i>	:	Chapter 11
	:	Case No. 01-01139 (JKF)
W. R. GRACE & CO., <i>et al.</i> <sup>1</sup> ,	:	(Jointly Administered)
	:	
Debtors.	:	Objection Deadline: March 7, 2005
	:	Hearing Date: TBD, if necessary

**VERIFICATION**

ANTHONY J. MARCHETTA, after being duly sworn according to law, deposes and says:

1. I am a partner with the applicant firm, Pitney Hardin LLP, and am a member in good standing of the bars of the State of New Jersey, the United States District Court for the District of New Jersey, the United States Court of Appeals for the Third Circuit, the United States District Court for the Northern District of New York, the United States District Court for the Eastern District of New York, the United States District Court for the Southern District of

38.

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

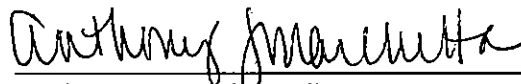
New York, the United States Court of Appeals for the Second Circuit, the United States Claims Court, the United States Tax Court, and the Supreme Court of the United States.

2. I have personally performed certain of, and overseen, the legal services rendered by Pitney Hardin LLP as counsel to the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

Florham Park, New Jersey  
Dated: February 8, 2005

Respectfully submitted,  
PITNEY HARDIN LLP



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